

December 18, 2012

VIA E-MAIL

Office of Chief Counsel
Division of Corporation Finance
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: *General Electric Company*
Shareowner Proposal of Martin Harangozo
Securities Exchange Act of 1934—Rule 14a-8

Ladies and Gentlemen:

This letter is to inform you that our client, General Electric Company (the “Company”), intends to omit from its proxy statement and form of proxy for its 2013 Annual Meeting of Shareowners (collectively, the “2013 Proxy Materials”) a shareowner proposal (the “Proposal”) received from Martin Harangozo (the “Proponent”).

Pursuant to Rule 14a-8(j), we have:

- filed this letter with the Securities and Exchange Commission (the “Commission”) no later than eighty (80) calendar days before the Company intends to file its definitive 2013 Proxy Materials with the Commission; and
- concurrently sent copies of this correspondence to the Proponent.

Rule 14a-8(k) and Staff Legal Bulletin No. 14D (Nov. 7, 2008) (“SLB 14D”) provide that shareowner proponents are required to send companies a copy of any correspondence that the proponents elect to submit to the Commission or the staff of the Division of Corporation Finance (the “Staff”). Accordingly, we are taking this opportunity to inform the Proponent that if the Proponent elects to submit additional correspondence to the Commission or the Staff with respect to this Proposal, a copy of that correspondence should be furnished concurrently to the undersigned on behalf of the Company pursuant to Rule 14a-8(k) and SLB 14D.

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THE PROPOSAL

The Proposal consists of the word “Whereas” followed by seven indented paragraphs and what appears to be five unindented paragraphs. As discussed below, the subject of the Proposal is not clear. A copy of the Proposal, as well as related correspondence with the Proponent, is attached to this letter as Exhibit A.

BASIS FOR EXCLUSION

We hereby respectfully request that the Staff concur in our view that the Proposal properly may be excluded from the 2013 Proxy Materials pursuant to Rule 14a-8(i)(3) because the Proposal is unclear, vague and indefinite in violation of the proxy rules.

ANALYSIS

The Proposal May Be Excluded Under Rule 14a-8(i)(3) Because the Proposal Is Impermissibly Vague and Indefinite so as to Be Inherently Misleading.

Rule 14a-8(i)(3) permits the exclusion of a shareowner proposal if the proposal or supporting statement is contrary to any of the Commission’s proxy rules or regulations, including Rule 14a-5(a), which requires information in a proxy statement to be clearly presented, and Rule 14a-9, which prohibits materially false or misleading statements in proxy soliciting materials. For the reasons discussed below, the Proposal is unclear and so unclear, vague and indefinite as to be misleading and, therefore, is excludable under Rule 14a-8(i)(3).

The Staff consistently has taken the position that vague and indefinite shareowner proposals are inherently misleading and therefore excludable under Rule 14a-8(i)(3) because “neither the stockholders voting on the proposal, nor the company in implementing the proposal (if adopted), would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires.” Staff Legal Bulletin No. 14B (Sept. 15, 2004) (“SLB 14B”). Noting that “rule 14a-8(i)(3), unlike the other bases for exclusion under rule 14a-8, refers explicitly to the supporting statement as well as the proposal as a whole[,]” the Staff has observed that “this objection [that a proposal ‘is so inherently vague or indefinite’] also may be appropriate where the proposal and the supporting statement, when read together, have the same result.” *Id.* See *New York City Employees’ Retirement System v. Brunswick Corp.*, 789 F. Supp. 144, 146 (S.D.N.Y. 1992) (proposal “lacks the clarity required of a proper shareholder proposal”; “Shareholders are entitled to know precisely the breadth of the proposal on which they are asked to vote”); *Dyer v. SEC*, 287 F.2d 773, 781 (8th Cir. 1961) (“[I]t appears to us that the proposal, as drafted and submitted to the company, is so vague and indefinite as to make it impossible for either the board of directors or the stockholders at large to comprehend precisely what the proposal would entail.”).

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In the instant case, the Proposal is so vague that any conclusion as to its meaning is necessarily speculative and subjective. In less than 500 words, the Proponent touches on subjects as diverse as the value of a dollar with compound interest over two thousand years, the reproductive rate of rabbits, the term of benefits provided civil war pensioners, the failure of Kongo Gumi, Bethlehem Steel and twenty-nine of the “[t]hirty original Dow companies,” the loss of health benefits for treating a lung disease, the stock performance of debt-free companies, the contribution of democracy to great economies and a characterization of supporting statements. The Proposal specifically mentions the Company several times, stating that “[c]ontributions keep General Electric pension fund solvent,” referring to “General Electric [being] loaded with debt,” addressing the Company’s share price return over an eleven-year period, proposing that “[g]lobally indexing earnings beyond dividends liability free from General Electric creates holding that systematically without human error or bias selects and culls companies solely on their capitalization ensuring survivorship,” and stating that “[s]hareholders must act now to correct General Electric so called outperformance polarity, raise performance to market average or better yet the very frothy debt free performance, avoid the Bethlehem Steel demise, perpetually grow.” In the midst of several references to debt-free companies, the Proponent proposes that “[d]ebt free indexing will Control Poke a Yoke [sic] General Electric benefiting pensioners, shareholders, employees, suppliers, governments even the world.” The final paragraph of the Proposal says, “This proposal recommends the proxy features at minimum two candidates for each available board seat.”

As a result of the rambling and disjointed nature of the Proposal, shareowners would not know the contours or the breadth of what they are being asked to vote on. It is impossible to determine with certainty what constitutes the action requested by the Proposal. The last sentence describes what the Proposal recommends, but the sentence is just one among a series of sentences following the word “Whereas,” and there is only oblique language in the rest of the Proposal that supports the notion that the last sentence is intended to be the action voted upon by shareowners. There is in fact more extensive language in other parts of the Proposal to support an understanding that the Proposal seeks to require the Company to become debt-free or undertake some form of debt-free indexing of earnings.¹ Thus, even if

¹ When the Proponent spoke at the Company’s 2012 Annual Meeting of Shareowners, he advocated for the Company becoming debt-free. He stated, “This can teach us to become and remain the greatest Company by taking two simple, humble steps. First, eliminate and then operate with no debt. Second, index one-quarter of net income liability-free from the Company. This will make us too smart to fail and challenge us to exceed the

[Footnote continued on next page]

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shareowners were to understand that some aspect of the Proposal relates to the number of director candidates, shareowners could have widely differing views as to whether that is the only action requested by the Proposal or whether other actions are encompassed by the Proposal.

Under the standards addressed above, the Proposal is “so vague and indefinite as to make it impossible for either the board of directors or the stockholders at large to comprehend precisely what the proposal would entail.” *Dyer v. SEC*, 287 F.2d at 781. As well, “neither the stockholders voting on the proposal, nor the company in implementing the proposal (if adopted), would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires.” SLB 14B. In this respect, the Proposal is comparable to the one considered in *PG&E Corp. (Rossi)* (avail. Mar. 1, 2002). In that situation, a proposal was captioned “Enhance Simple Majority Vote” and under the heading “Shareholders request:” stated, “Under this enhancement, simple-majority vote is to be the sole requirement, to the fullest extent possible, to effect a merger or business combination or other issue for shareholder vote for approval and board action.” The company argued that the proposal was vague and indefinite, and therefore misleading, as it was unclear exactly what action the proposal requested, and the Staff concurred. Similarly, in *Lexmark Int’l, Inc.* (avail. Jan 5, 2011), the proposal consisted of a letter from the proponent complaining of alleged violations of the company’s Code of Business Conduct, stating that the proponent had requested an investigation and expressing the desire “to submit this subject to the next Annual Meeting of Stockholders.” Again, the Staff concurred that the proposal could be omitted under Rule 14a-8(i)(3), noting that “neither the stockholders nor the company would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires.” In both of these cases, while the specific topic of the proposal that shareowners were being asked to vote on was clear, the specific action being requested was not, and therefore the proposals were deficient under Rule 14a-9. Here, shareowners can understand perhaps one topic that the Proposal is intended to encompass, but cannot determine what actions the Proposal asks shareowners to vote on. Therefore, the Proposal likewise is deficient under Rule 14a-9 and excludable under Rule 14a-8(i)(3).

Importantly, this is not a situation where a proposal is clear but a supporting statement is vague, irrelevant or misleading. For example, in many cases involving proposals submitted by a particular proponent who was formerly very active, the Staff would concur that the supporting statements could be omitted under Rule 14a-8(i)(3), but not concur with exclusion

[Footnote continued from previous page]

global business average benchmark to become and remain the greatest company. In seven years, I would like to wear a t-shirt saying, ‘GE Works for Me Debt-Free.’”

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of the actual proposals. *See, e.g., IDACORP, Inc.* (avail. Dec. 12, 2003); *Sara Lee Corp.* (avail. Apr. 1, 2003). However, in every one of those precedents, the proponent's submission clearly labeled the proposal with the caption "my shareholder proposal" and separately labeled the "supporting statement" or "reasons" for the proposal.

In contrast, nothing in the Proponent's submission to the Company clearly identifies or delimits what constitutes the Proposal (as opposed to any supporting statements) or what actions are requested by the Proposal. Moreover, the Staff on numerous occasions has concurred that a shareowner proposal was sufficiently misleading so as to justify exclusion under Rule 14a-8(i)(3) where the supporting statement and the proposal were inconsistent. *See Limited Brands Inc.* (avail. Feb. 29, 2012) (concurring with the exclusion of a proposal purporting to ban accelerated vesting, but in fact providing for accelerated vesting in certain circumstances); *SunTrust Banks Inc.* (avail. Dec. 31, 2008) (concurring with the exclusion of a proposal purporting to be limited for a specified time, but in fact containing no such limitation). Here, even if one were to view the last sentence of the Proponent's submission as distinct from the rest of the Proposal, it would be unclear whether the last sentence is describing the rest of the Proposal, or whether the rest of the Proposal is describing the last sentence. Either way, shareowners would not know with certainty what action they are voting on.

Finally, the last sentence of the Proposal is itself impermissibly vague and indeterminate, because at least three important aspects of the topic addressed in that sentence are not explained. First, the sentence does not address which is "the proxy" that "this proposal" is intended to apply to. As a result, some shareowners might view the "two candidates" recommendation as applying only to a single, unspecified annual meeting, while others – notwithstanding the reference to "the proxy" in the singular – might expect it to apply to all future proxies. Second, the sentence does not address how the "two candidates" recommendation is to be implemented. An earlier statement in the Proposal, that "Shareholders previously supported victory for candidates they choose," suggests that the Proposal is contemplating a mandatory proxy access regime. Nevertheless, other shareowners may interpret the sentence as referring to a situation where the Company's Nominating and Corporate Governance Committee increases the number of board candidates it nominates. These are very different approaches to providing for "two candidates," and shareowners who might support one may be opposed to the other. Without greater clarity in the Proposal, shareowners would not know which approach they were voting on. Third, the reference to "each available board seat" is vague: it appears to be different from "each board seat," but it is unclear what makes a board seat "available." For example, shareowners may interpret this phrase to refer only to situations where there is a vacancy on the Board. *See, e.g., The Home Depot, Inc.* (avail. Jan. 29, 2007) (concurring that a proposal requiring two nominees for each "new member" of the board was vague and excludable under Rule 14a-

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8(i)(3)). Thus, the last sentence of the Proposal is in stark contrast to prior proposals addressing the nomination of two candidates where the language of the proposal addresses each of these three points. *See, e.g., Verizon Communications Inc.* (avail. Jan. 21, 2005); *Minnesota Mining and Manufacturing Co. (Dee)* (avail. Mar. 6, 2001).

For the reasons addressed above, we believe that the entire submission from the Proponent should be viewed as the Proposal, and that the Proposal properly may be excluded from the 2013 Proxy Materials under Rule 14a-8(i)(3). Any attempt to identify and separate out the action requested under the Proposal would only highlight the degree to which various sentences in the Proposal are inconsistent with, and irrelevant to, the others. The last sentence describes the Proposal as recommending a “two candidates” process, but this concept is not explained in the Proposal. If the Proposal is addressing the Company becoming debt-free, the description that the Proposal recommends two candidates for each available board seat is unrelated to that. If the Proposal seeks to ensure that the Company’s pension and health benefits programs are adequately funded, then, again, the intended actions for accomplishing that are not clear from the rest of the Proposal. Moreover, even if the last sentence of the submission is viewed as constituting “the proposal,” it too is properly excludable under Rule 14a-8(i)(3) due to the vague and indeterminate nature of the action it addresses, while the rest of the submission is excludable as being irrelevant and therefore misleading. *See Bank of America Corp.* (avail. Feb. 12, 2007) (concurring on reconsideration that an action clearly identified as being the proposal was excludable as vague after previously concurring that the supporting statements were excludable as being unrelated to the proposal and therefore false and misleading). Accordingly, we request that the Staff concur in our view that the entire submission may be omitted from the 2013 Proxy Materials pursuant to Rule 14a-8(i)(3).

CONCLUSION

We would be happy to provide you with any additional information and answer any questions that you may have regarding this subject. Correspondence regarding this letter should be sent to shareholderproposals@gibsondunn.com. If we can be of any further

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assistance in this matter, please do not hesitate to call me at (202) 955-8671 or Lori Zyskowski, the Company's Executive Counsel, Corporate, Securities and Finance, at (203) 373-2227.

Sincerely,

A handwritten signature in blue ink, appearing to read "Ronald O. Mueller".

Ronald O. Mueller

Enclosures

cc: Lori Zyskowski, General Electric
Martin Harangozo

EXHIBIT A

From: Martin Harang ~~580~~ MA & OMB Memorandum M-07-16 ***

To: "brackett.denniston@ge.com" <brackett.denniston@ge.com>

Cc: "trevor.shauenberg@ge.com" <trevor.shauenberg@ge.com>; "joanne.morris@ge.com" <joanne.morris@ge.com>; "Jamie.miller@ge.com" <Jamie.miller@ge.com>; "jessica.holscott@ge.com" <jessica.holscott@ge.com>; "keith.connors@ge.com" <keith.connors@ge.com>; "vikas.anand@ge.com" <vikas.anand@ge.com>; "satyen.shah@ge.com" <satyen.shah@ge.com>; "gerritschneider@ge.com" <gerritschneider@ge.com>; "elizabeth.seibert@ge.com" <elizabeth.seibert@ge.com>; "irene.mcgeachy@ge.com" <irene.mcgeachy@ge.com>; "lori.zyskowski@ge.com" <lori.zyskowski@ge.com>; "jessica.oster@ge.com" <jessica.oster@ge.com>; "eliza.fraser@ge.com" <eliza.fraser@ge.com>; "sarah.wax@ge.com" <sarah.wax@ge.com>

Sent: Wednesday, November 14, 2012 9:05 AM

Subject: to Brackett Denniston (shareholder proposal)

Please forward to Mr. Brackett Denniston

Secretary
General Electric Company
3135 Easton Turnpike
Fairfield Connecticut
06828

Dear Mr. Denniston;

Please include the below 467 word shareholder proposal in the proxy for presentation at the 2013 shareholder meeting. A sufficient portion of my shares are held with the company to submit a shareholder proposal. Please confirm this. I will hold this portion at minimum until the 2013 shareholder meeting concludes. In the spirit of ecomagination, I send this electronically instead of by paper mail. I also provide my identification details

FISMA & OMB Memorandum M-07-16 ***

Whereas

One dollar growing seven point two percent during Christ crucifixion would grow to one with sixty zeros, three zeros for each hundred years. Divided by ten billion people would give each one dollar with fifty zeros, much more money than a trillion times Warren Buffets wealth.

The survivorship market grew over ten percent reinvesting dividends over hundred years. Rabbits can compound from two to hundred in one year or five thousand percent. Notwithstanding growth opportunities five thousand children starve daily.

Civil war pensioners enjoy pensions hundred years following war. Contributions keep General Electric pension fund solvent. Can contributions continue hundred years? History provides concerns and answers. Company Kongo Gumi thrived fourteen hundred years only to succumb to debt and fail teaching earnings with debt is analogous to cheese on a mousetrap with the spring ready to kill any time. Thirty original Dow companies subtract one failed, experiencing three critical business phases, above average growth, below average growth, failure. During Bethlehem Steel bankruptcy, employees lost health benefits addressing Pneumonoultramicroscopicsilicovolcanokoniosis, and, employees pensions vanished. Notwithstanding General Electric decade long nine one one references, Jeffrey Reeves teaches Investor place October thirty twenty ten the largest debt free companies grew two hundred thirty three percent in five years while the market declined three percent <http://investorplace.com/2010/10/debt-free-companies-with-great-returns/>. General Electric loaded with debt in two thousand proxy mentions hundred forty eight dollar stock producing trillion dollar valuation. Awe sugar! Stock falls below six losing half trillion. Protected dividends mostly vanish. Trillion dollar milestone is approached closest by debt free Apple. Supreme sustainability eliminates debt thereby bolstering dividend integrity.

One dollar indexed September six two thousand one before General Electric succession becomes dollar thirty eleven years later. With General Electric fifty three cents.

Globally indexing earnings beyond dividends liability free from General Electric creates holding that systematically without human error or bias selects and culls companies solely on their capitalization ensuring survivorship. This has more fiduciary responsibility then trading General Electric losing billions.

Debt free indexing will Control Poke a Yoke General Electric benefiting pensioners, shareholders, employees, suppliers, governments even the world.

Shareholders must act now to correct General Electric so called outperformance polarity, raise performance to market average or better yet the very frothy debt free performance, avoid the Bethlehem Steel demise, perpetually grow. Shareholder failure to jump supports the original Dow thirty trend to disappointment.

History again teaches greatest economies result from leaders earning responsibility via election choices not entitled appointments. Shareholders previously supported victory for candidates they choose. Clearly presidential elections where citizens vote for, against, or abstain only for the incumbent would lack purpose.

Supporting statements avoid recommending ordinary business rather highlight opportunity, harvesting

This proposal recommends the proxy features at minimum two candidates for each available board seat.



Lori Zyskowski
Executive Counsel
Corporate, Securities & Finance

General Electric Company
3135 Easton Turnpike
Fairfield, CT 06828

T (203) 373-2227
F (203) 373-3079
lori.zyskowski@ge.com

November 21, 2012

VIA OVERNIGHT MAIL

Martin Harangozo

*** FISMA & OMB Memorandum M-07-16 ***

Dear Mr. Harangozo:

I am writing on behalf of General Electric Company (the "Company"), which received your shareowner proposal for consideration at the Company's 2013 Annual Meeting of Shareowners (the "Proposal").

The Proposal contains certain procedural deficiencies, which Securities and Exchange Commission ("SEC") regulations require us to bring to your attention. Rule 14a-8(b) under the Securities Exchange Act of 1934, as amended, provides that shareowner proponents must submit sufficient proof of their continuous ownership of at least \$2,000 in market value, or 1%, of a company's shares entitled to vote on the proposal for at least one year as of the date the shareowner proposal was submitted. In addition, to date we have not received proof that you have satisfied Rule 14a-8's ownership requirements as of the date that the Proposal was submitted to the Company.

To remedy this defect, you must submit sufficient proof of your continuous ownership of the requisite number of Company shares for the one-year period preceding and including the date the Proposal was submitted to the Company (November 14, 2012). As explained in Rule 14a-8(b) and in SEC staff guidance, sufficient proof must be in the form of:

- (1) a written statement from the "record" holder of your shares (usually a broker or a bank) verifying that you continuously held the requisite number of Company shares for the one-year period preceding and including the date the Proposal was submitted (November 14, 2012); or

- (2) if you have filed with the SEC a Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5, or amendments to those documents or updated forms, reflecting your ownership of the requisite number of Company shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in the ownership level and a written statement that you continuously held the requisite number of Company shares for the one-year period.

If you intend to demonstrate ownership by submitting a written statement from the "record" holder of your shares as set forth in (1) above, please note that most large U.S. brokers and banks deposit their customers' securities with, and hold those securities through, the Depository Trust Company ("DTC"), a registered clearing agency that acts as a securities depository (DTC is also known through the account name of Cede & Co.). Under SEC Staff Legal Bulletin No. 14F, only DTC participants are viewed as record holders of securities that are deposited at DTC. You can confirm whether your broker or bank is a DTC participant by asking your broker or bank or by checking DTC's participant list, which is available at <http://www.dtcc.com/downloads/membership/directories/dtc/alpha.pdf>. In these situations, shareowners need to obtain proof of ownership from the DTC participant through which the securities are held, as follows:

- (1) If your broker or bank is a DTC participant, then you need to submit a written statement from your broker or bank verifying that you continuously held the requisite number of Company shares for the one-year period preceding and including the date the Proposal was submitted (November 14, 2012).
- (2) If your broker or bank is not a DTC participant, then you need to submit proof of ownership from the DTC participant through which the shares are held verifying that you continuously held the requisite number of Company shares for the one-year period preceding and including the date the Proposal was submitted (November 14, 2012). You should be able to find out the identity of the DTC participant by asking your broker or bank. If your broker is an introducing broker, you may also be able to learn the identity and telephone number of the DTC participant through your account statements, because the clearing broker identified on your account statements will generally be a DTC participant. If the DTC participant that holds your shares is not able to confirm your individual holdings but is able to confirm the holdings of your broker or bank, then you need to satisfy the proof of ownership requirements by obtaining and submitting two proof of ownership statements verifying that, for the one-year period preceding and including the date the Proposal was submitted (November 14, 2012), the requisite number of Company shares were continuously held: (i) one from your broker or bank confirming your ownership, and (ii) the other from the DTC participant confirming the broker or bank's ownership.

The SEC's rules require that your response to this letter be postmarked or transmitted electronically no later than 14 calendar days from the date you receive this letter. Please address any response to me at General Electric Company, 3135 Easton Turnpike, Fairfield, CT 06828. Alternatively, you may transmit any response by facsimile to me at (203) 373-3079.

If you have any questions with respect to the foregoing, please contact me at (203) 373-2227. For your reference, I enclose a copy of Rule 14a-8 and Staff Legal Bulletin No. 14F.

Sincerely,



Lori Zyskowski

Enclosure

From: Martin Harangozo [mailto:***@FASMA & OMB Memorandum M-07-16 ***]
Sent: Wednesday, November 28, 2012 5:38 PM
To: Zyskowski, Lori (GE, Corporate)
Subject: Re: to Brackett Denniston (shareholder proposal)

Thanks.

As an aside, if you listen to my speech 2012, Immelt cracked up laughing. He is having fun. It's all good.

From: "Zyskowski, Lori (GE, Corporate)" <Lori.Zyskowski@ge.com>
To: Martin Harangozo [mailto:***@FASMA & OMB Memorandum M-07-16 ***]
Sent: Wednesday, November 28, 2012 5:31 PM
Subject: RE: to Brackett Denniston (shareholder proposal)

Martin,

Yes. I can confirm that you have met the procedural requirements, including proof of ownership and statement to hold the shares through the annual meeting.

Best regards,

Lori

Lori Zyskowski
Executive Counsel, Corporate, Securities & Finance
GE
T +1 203 373 2227
F +1 203 373 3079
M +1 203 414 8841
lori.zyskowski@ge.com
<http://www.ge.com/>
3135 Easton Turnpike
Fairfield, CT 06828

GE imagination at work

From: Martin Harangozo [mailto:***@FASMA & OMB Memorandum M-07-16 ***]
Sent: Wednesday, November 28, 2012 5:28 PM

To: Zyskowski, Lori (GE, Corporate)
Subject: Re: to Brackett Denniston (shareholder proposal)

Lori;

Thank you for the return call and cordial discussion.

Please confirm that all the procedural requirements including proof of ownership and statement to hold shares have been met.

I understand that you may offer your opinion to the SEC.

I can then stop "pressing" Fidelity.

Best regards

-Martin

From: "Zyskowski, Lori (GE, Corporate)" <Lori.Zyskowski@ge.com>
To: Martin Harangozo, ISMA & OMB Memorandum M-07-16 ***
Cc: "Teel, Betti (GE, Corporate)" <Betti.Teel@ge.com>
Sent: Tuesday, November 20, 2012 10:54 AM
Subject: RE: to Brackett Denniston (shareholder proposal)

Mr. Harangozo,

Your proposal was received on time, but there may or may not be certain procedural deficiencies that need to be corrected. As per my earlier email, I will be back to you shortly. The SEC rules provide us with 14 calendar days to respond to you and explain any deficiencies that you may correct within 14 days of receiving my correspondence.

Many thanks,

Lori

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M +1 203 414 8841
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3135 Easton Turnpike
Fairfield, CT 06828

GE imagination at work

From: Martin Harangozo, ISMA & OMB Memorandum M-07-16 ***
Sent: Tuesday, November 20, 2012 10:51 AM
To: Zyskowski, Lori (GE, Corporate)
Subject: Re: to Brackett Denniston (shareholder proposal)

Ms Zyskowski,

Does this thank you concur that all is well regarding my proposal (Mr. Brackett received it on time) in agreement with the Betti vacation phone call?

Many thanks.

-Martin

From: "Zyskowski, Lori (GE, Corporate)" <Lori.Zyskowski@ge.com>
To: Martin Harangozo [FISMA & OMB Memorandum M-07-16 ***]
Cc: "Teel, Betti (GE, Corporate)" <Betti.Teel@ge.com>
Sent: Tuesday, November 20, 2012 10:45 AM
Subject: RE: to Brackett Denniston (shareholder proposal)

Betti,

Thanks for call Mr. Harangozo on your vacation.

Lori

From: Martin Harangozo [FISMA & OMB Memorandum M-07-16 ***]
Sent: Tuesday, November 20, 2012 10:44 AM
To: Zyskowski, Lori (GE, Corporate)
Cc: Teel, Betti (GE, Corporate)
Subject: Re: to Brackett Denniston (shareholder proposal)

Thanks for responding;

Betti Teal called me from below number on 9:44 A.M. Tue. Nov 20 to tell me that the shareholder proposal I submitted was received on time by Brackett Denniston. Not to worry.

203 - 521 - 1578

Please confirm this is true.

Many thanks

FISMA & OMB Memorandum M-07-16 ***

From: "Zyskowski, Lori (GE, Corporate)" <Lori.Zyskowski@ge.com>
To: Martin Harangozo [FISMA & OMB Memorandum M-07-16 ***]
Cc: "Teel, Betti (GE, Corporate)" <Betti.Teel@ge.com>
Sent: Tuesday, November 20, 2012 10:15 AM
Subject: RE: to Brackett Denniston (shareholder proposal)

Martin,

I am in receipt of your proposal, and I will respond to you shortly.

Many thanks,

Lori

Lori Zyskowski

Executive Counsel, Corporate, Securities & Finance
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T +1 203 373 2227
F +1 203 373 3079
M +1 203 414 8841
lori.zyskowski@ge.com
<http://www.ge.com/>
3135 Easton Turnpike
Fairfield, CT 06828

GE imagination at work

From: Martin Harangozo ~~***FISMA & OMB Memorandum M-07-16 ***~~

Sent: Tuesday, November 20, 2012 9:22 AM

To: Denniston, Brackett (GE, Corporate)

Cc: Miller, Jamie (GE, Corporate); Holscott, Jessica (GE, Corporate); Connors, Keith (GE Corporate); Anand, Vikas (GE, Capital); Shah, Satyen (GE Global Operations); Seibert, Elizabeth Y (GE, Corporate); McGeachy, Irene L (GE, Corporate); Zyskowski, Lori (GE, Corporate); Oster, Jessica (GE Corporate); Fraser, Eliza (GE, Corporate); Wax, Sarah J (GE, Corporate); Schauenberg, Trevor (GE CommFin, GE Officer); Morris, Joanna (GE, Corporate); gerrit.shneider@ge.com; Teel, Betti (GE, Corporate)

Subject: Re: to Brackett Denniston (shareholder proposal)

Betti;

You had advised on Friday Nov 16, that you would call me yesterday Nov 19 to confirm receipt of my e-mail (see e-mail chain below). I have not received your call. I have left you yet another voice message this morning. I had also been referred to Lori Zyskowski (copied on this e-mail). I had left Lori a message. Can you call me at once? Thanks.

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Thanks

-Martin Harangozo

From: Martin Harangozo ~~***FISMA & OMB Memorandum M-07-16 ***~~

To: "brackett.denniston@ge.com" <brackett.denniston@ge.com>

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Sent: Wednesday, November 14, 2012 9:05 AM

Subject: to Brackett Denniston (shareholder proposal)

Please forward to Mr. Brackett Denniston

Secretary
General Electric Company
3135 Easton Turnpike
Fairfield Connecticut
06828

Dear Mr. Denniston;

Please include the below 467 word shareholder proposal in the proxy for presentation at the 2013 shareholder meeting. A sufficient portion of my shares are held with the company to submit a shareholder proposal. Please confirm this. I will hold this portion at minimum until the 2013 shareholder meeting concludes.

In the spirit of ecomagination, I send this electronically instead of by paper mail. I also provide my identification details

Martin Harangozo

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Whereas

One dollar growing seven point two percent during Christ crucifixion would grow to one with sixty zeros, three zeros for each hundred years. Divided by ten billion people would give each one dollar with fifty zeros, much more money than a trillion times Warren Buffets wealth.

The survivorship market grew over ten percent reinvesting dividends over hundred years. Rabbits can compound from two to hundred in one year or five thousand percent. Notwithstanding growth opportunities five thousand children starve daily.

Civil war pensioners enjoy pensions hundred years following war.

Contributions keep **General Electric** pension fund solvent. Can contributions continue hundred years? History provides concerns and answers.

Company Kongo Gumi thrived fourteen hundred years only to succumb to debt and fail teaching earnings with debt is analogous to cheese on a mousetrap with the spring ready to kill any time. Thirty original Dow companies subtract one failed, experiencing three critical business phases, above average growth, below average growth, failure. During Bethlehem Steel bankruptcy, employees lost health benefits addressing Pneumonoultramicroscopicsilicovolcanokoniosis, and, employees pensions vanished . Notwithstanding General Electric decade long nine one one references, Jeffrey Reeves teaches Investor place October thirty twenty ten the largest debt free companies grew two hundred thirty three percent in five years while the market declined three percent <http://investorplace.com/2010/10/debt-free-companies-with-great-returns/>. General Electric loaded with debt in two thousand proxy mentions hundred forty eight dollar stock producing trillion dollar valuation. Awe sugar! Stock falls below six losing half trillion. Protected dividends mostly vanish. Trillion dollar milestone is approached closest by debt free Apple. Supreme sustainability eliminates debt thereby bolstering dividend integrity.

One dollar indexed September six two thousand one before General Electric succession becomes dollar thirty eleven years later. With General Electric fifty three cents.

Globally indexing earnings beyond dividends liability free from General Electric creates holding that systematically without human error or bias selects and culls companies solely on their capitalization ensuring survivorship. This has more fiduciary responsibility then trading General Electric losing billions.

Debt free indexing will Control Poke a Yoke General Electric benefiting pensioners, shareholders, employees, suppliers, governments even the world.

Shareholders must act now to correct General Electric so called outperformance polarity, raise performance to market average or better yet the very frothy debt free performance, avoid the Bethlehem

Steel demise, perpetually grow. Shareholder failure to jump supports the original Dow thirty trend to disappointment.

History again teaches greatest economies result from leaders earning responsibility via election choices not entitled appointments. Shareholders previously supported victory for candidates they choose. Clearly presidential elections where citizens vote for, against, or abstain only for the incumbent would lack purpose.

Supporting statements avoid recommending ordinary business rather highlight opportunity, harvesting mechanisms, responsibility, and dangerous pitfalls begging attention and freshened oversight.

This proposal recommends the proxy features at minimum two candidates for each available board seat.